

KLESTADT & WINTERS, LLP
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Counsel to the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	Chapter 11
	:	
CLUB VENTURES INVESTMENTS, <i>et al.</i> ,	:	Case No. 11-10891 (ALG)
	:	
	:	Jointly Administered ¹
Debtors.	:	

**SUPPLEMENTAL DISCLOSURE AFFIDAVIT IN CONNECTION WITH THE
RETENTION OF KLESTADT & WINTERS, LLP AS
ATTORNEYS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

TRACY L. KLESTADT, being duly sworn, deposes and says:

1. I am an attorney at law, duly admitted to practice in the State of New York and before the United States District and Bankruptcy Courts for the Southern District of New York, as well as in the State of New Jersey, before the United States District and Bankruptcy Courts for the Eastern District of New York, and before the United States Court of Appeals for the Second Circuit. I am a partner of the law firm known as Klestadt & Winters, LLP ("K&W"). K&W maintains an office for the practice of law at 570 Seventh Avenue, 17th Floor, New York, New York 10018.

2. On April 22, 2011, Club Ventures Investments LLC and its affiliates

¹ Jointly Administered with Case Nos.: 11-10892; 11-10894; 11-10893; 11-10896; 11-10895; 11-10897; 11-10900; 11-10898; 11-10899; 11-10901; 11-10902; 11-10903; 11-10905; 11-10904; 11-10906; 11-10907; 11-10908.

(collectively, the “Debtors”) filed — for the first time — the required Schedules and Statements of Financial Affairs (the “April 22 Filings”).

3. Based upon information made available to K&W for the first time in the April 22 Filings, K&W has discovered the following connections to parties in interest in these jointly administered chapter 11 cases.

4. In matters wholly unrelated to the instant bankruptcy cases, K&W is presently retained as counsel to One Source Visual Marketing Solutions (“One Source”). In the aggregate, all fees paid by One Source represent less than 1% of K&W’s total revenue during the past twelve months.

5. Although I believe that K&W’s representation of One Source does not amount to representation of an entity having an adverse interest in connection with the instant case, I felt it appropriate to disclose the same in connection with K&W’s retention.

6. Based upon the foregoing, I continue to believe that K&W does not hold or represent any entity with an adverse interest in connection with the case. Moreover — and although not a requirement for retention by the Committee under § 1103(b) of the Bankruptcy Code — I continue to believe that K&W is “disinterested” as that term is defined in § 101(14) of the Bankruptcy Code.

/s/ Tracy L. Klestadt
Tracy L. Klestadt

Sworn to before me this
25th day of April, 2011

/s/ Joseph C. Corneau
Notary Public